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CAUTHEN & FELDMAN, P.A.

001/005

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TODAY'S CORPORATION OF CITRUS COUNTY

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*Amended And
Restated Act*

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION**

of

TODAY'S CORPORATION OF CITRUS COUNTY

The following amendment and restatement was adopted by the Shareholders of this Corporation on the 17th day of September, 2010, and the number of votes cast for the amendment and restatement by the Shareholders was sufficient for approval.

The undersigned, as President of the Corporation, adopts the following Amended and Restated Articles of Incorporation:

ARTICLE I

Name

The name of this corporation shall be: **TODAY'S CORPORATION OF CITRUS COUNTY** and the physical address of this corporation shall be 5011 Ulmerton Road, Clearwater, FL 33760 and the mailing address of this corporation shall be Post Office Box 17698, Clearwater, FL 33762.

ARTICLE II

Purposes

The corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE III

Stock

The aggregate number of shares of stock which this corporation shall have authority to issue shall be 10,000 shares of common stock each with a par value of \$1.00.

H. John Feldman, Esquire
Cauthen & Feldman, P.A.
Attorneys at Law
215 North Joanna Avenue
Tavares, FL 32778
(352)343-2225
Florida Bar #0382965
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ARTICLE IV

Directors

The names and addresses of the Director(s) is/are:

NAME

ADDRESS

ELIZABETH DURKEE

**Post Office Box 17698
Clearwater, FL 33762**

ARTICLE V

Informal Shareholder Action

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.0704 and the bylaws.

ARTICLE VI

Fundamental Changes

The affirmative vote of holders of the majority of the outstanding shares of all classes of stock entitled to vote shall be necessary for the following corporate action:

- A. Amendment, alteration, change or repeal of any provision of the Articles of Incorporation;
- B. Reorganization, merger or consolidation of the corporation;
- C. Sale, lease or exchange of the major portion of the property or assets of the corporation; or
- D. Dissolution of the corporation.

ARTICLE VII

Term of Existence

This corporation shall exist perpetually.

ARTICLE VIII

Directors

- A. The business of the corporation shall be managed by a board of one (1) director. The number of directors may be, as provided in the bylaws, increased or decreased, but shall never be less than one (1) director.

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B. The entire Board of Directors, or any individual director, may be removed from office without assignment of cause by affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote. Directors who are not stockholders may be removed for cause by a majority vote of all classes of stock entitled to vote. Any director who is also a stockholder may be removed for cause by the affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote exclusive of the director's own shares of stock.

C. Any vacancy on the Board of Directors shall be filled by the shareholders at a regular or special meeting called for that purpose. A shareholder removed as a director for cause shall not be entitled to vote to fill the vacancy by voting for the removed director without prior approval secured by the affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote, exclusive of the shareholder's own shares of stock.

D. Members of the Board of Directors or an Executive Committee shall be deemed present at a meeting if a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other is used.

ARTICLE IX

Effective Date

The date that corporate existence shall begin is the date of filing of the Articles with the Department of State. This election is pursuant to Florida Statute 607.0123.

ARTICLE X

Registered Office and Registered Agent

The address of the registered office of this corporation is **5011 Ulmerton Road, Clearwater, FL 33760**. The name of the Registered Agent of this corporation is **ELIZABETH DURKEE** at the above office address.

ARTICLE XI

Bylaws

Bylaws of this corporation may be adopted, amended, or repealed by either the Board of Directors or by the shareholders, except as otherwise provided in the Bylaws.

IN WITNESS WHEREOF, the undersigned certifies to the truth of the facts herein stated, this 20th day of September, 2010.

TODAY'S CORPORATION OF CITRUS COUNTY

BY: Elizabeth Durkee
ELIZABETH DURKEE, President

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**ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF INCORPORATION**

I hereby accept to act as Registered Agent for **TODAY'S CORPORATION OF CITRUS
COUNTY**, as stated in these Articles of Incorporation.

Dated: September 20, 2010



ELIZABETH DURKEE